

United States Bankruptcy Court
Southern District of New York

In re **SG Blocks, Inc.**
Debtor

Case No. **15-12790 (JLG)**

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	4	529,839.21		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	2		5,405,010.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		1,320.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		399,219.20	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		16			
Total Assets			529,839.21		
Total Liabilities				5,805,549.20	

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
--------------------------------------	---	------------------------------------	--	-------------------------

None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re **SG Blocks, Inc.**Case No. **15-12790 (JLG)**

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Operating account with HSBC Bank USA, N.A.; Acct. #*****6386	-	17,101.42
		Certificate of deposit account with Bank of America, N.A.; Acct. #: *****0921	-	39,418.39
		Checking account with Bank of America, N.A.; Acct. #: *****5413	-	1,448.67
		Checking account with Bank of America, N.A.; Acct. #: *****9118	-	244.35
		Operating account with Bank of America, N.A.; Acct. #: *****8364	-	75,026.38
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security deposit for month-to-month tenancy at 115 W 18th Street, Third Floor, New York, NY 10011; Landlord is WeWork, 115 W. 18th St., New York, NY, 10011	-	6,600.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			

Sub-Total > **139,839.21**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		100% ownership of SG Building Blocks, Inc.	-	Unknown
		100% Ownership of Endaxi Infrastructure Group, Inc.	-	Unknown
		100% Ownership of SG Blocks Sistema De Constucao Brasileiro LTDA	-	0.00
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Total accounts receivable	-	191,030.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			

Sub-Total > **191,030.00**
(Total of this page)

Sheet **1** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.		Registered trademark on "SG Blocks"	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			

Sub-Total > **0.00**
(Total of this page)

Sheet **2** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
30. Inventory.		Total raw inventory and goods-in-progress as of December 31, 2014 Located at: 8831 Moncrief Dinsmore Rd., Jacksonville, FL 32219	-	198,970.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total > **198,970.00**
(Total of this page)
Total > **529,839.21**

(Report also on Summary of Schedules)

Sheet **3** of **3** continuation sheets attached
to the Schedule of Personal Property

In re **SG Blocks, Inc.**Case No. **15-12790 (JLG)**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			All or substantially all of the Debtor's assets				741,000.00	Unknown
Dillion Hill Capital, LLC Attn: Bruce Grossman 200 Business Park Dr. Ste 306 Armonk, NY 10504	X	-		Value \$ Unknown				
Account No.			All or substantially all of the Debtor's assets				370,500.00	Unknown
Dillon Hill Investment Co. LLC 200 Business Park Drive Suite 306 Armonk, NY 10504	X	-		Value \$ 0.00				
Account No.			All or substantially all of the Debtor's assets				663,936.00	Unknown
Frank Casano 10 West Street New York, NY 10004	X	-		Value \$ Unknown				
Account No.			All or substantially all of the Debtor's assets				3,352,440.00	Unknown
Hillair Capital Investments LP 345 Lorton Avenue, Ste 303 Attention: Sean M. McAvoy Burlingame, CA 94010	X	-		Value \$ Unknown				
Subtotal (Total of this page)							5,127,876.00	0.00

1 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Marc Nuccitelli 80 Rodeo Drive Syosset, NY 11791	X	-	All or substantially all of the Debtor's assets					
			Value \$ 0.00				111,150.00	Unknown
Account No.								
Scott Masterson P.O. Box 202 East Marion, NY 11939	X	-	All or substantially all of the Debtor's assets					
			Value \$ Unknown				165,984.00	Unknown
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							277,134.00	0.00
Total (Report on Summary of Schedules)							5,405,010.00	0.00

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **SG Blocks, Inc.**Case No. **15-12790 (JLG)**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,775* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
Franchise Tax Board P.O. Box 942857 Sacramento, CA 94257-0531		-					800.00	Unknown
Account No.								
State of New Jersey - CBT Division of Taxation P.O. Box 193 Trenton, NJ 08646		-					520.00	Unknown
Account No.								
Account No.								
Account No.								
Subtotal								0.00
(Total of this page)							1,320.00	0.00
Total								0.00
(Report on Summary of Schedules)							1,320.00	0.00

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

B6F (Official Form 6F) (12/07)

In re **SG Blocks, Inc.**Case No. **15-12790 (JLG)**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			Employee plan management				265.00
American Stock Transfer & Trus P.O. Box 12893 Attn: Cindy Armenia Philadelphia, PA 19176-0893		-					
Account No.			Container purchases				317,467.87
ConGlobal Industries, Inc. 8200 West 185th Street Attn: Joe Brunetti Tinley Park, IL 60487		-					
Account No.			SEC filing services				1,500.00
Edgar Agents, LLC 105 White Oaks Lane, Suite 104 Attn: Lauren Musto-Joest Old Bridge, NJ 08857		-					
Account No.			Advertising services				509.54
GlobeNewswire c/o Wells Fargo Attn: Customer Response Team Lockbox 40200, P.O. Box 8500 Philadelphia, PA 19178-0200		-					
Subtotal (Total of this page)							319,742.41

2 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Advertising services				
Hitman, Inc. 815-A Brazos Street, Ste. 183u Austin, TX 78701	-					250.00
Account No.		Insurance premium financing				
IPFS Corporation P.O. Box 412086 Kansas City, MO 64141-2086	-					2,702.09
Account No.		Design services				
Lawrence Group 319 N. 4th Street, Suite 1000 Attn: Laura Conrad Saint Louis, MO 63102	-					32,389.20
Account No.		For notice purposes only; as counsel to Hillair Capital Investments LP				
McDonald Hopkins LLC 600 Superior Avenue East Suite 2100 Cleveland, OH 44114	-					0.00
Account No.		Legal services				
Olshan 65 East 55th Street Attn: Ken Schlesinger New York, NY 10022	-					18,288.67
Sheet no. <u>1</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 53,629.96

B6F (Official Form 6F) (12/07) - Cont.

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
PVE Sheffler, LLC 2000 Georgetown Drive WCP III - #101, Jamison Morse Sewickley, PA 15143-8992	-		Engineering services			19,452.50
Account No.						
Stevan Armstrong 912 Bluff Road Brentwood, TN 37027	-					1,209.43
Account No.						
Structural Affiliates International Inc. 95 White Bridge Road Suite 222 Nashville, TN 37205	-		Design services			3,500.00
Account No.						
WK Design Group 351 California Street Suite 350 - Attn: Joel Karr San Francisco, CA 94104	-		Architectural services			1,684.90
Account No.						
Sheet no. 2 of 2 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						25,846.83
						Total (Report on Summary of Schedules)
						399,219.20

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Alvarado Restaurant Group 924 W. Colfay Ave. Suite 203 Denver, CO 80204	Structural engineering preconstruction services agreement dated September 16, 2015
Aspen Specialty Ins. Co. 590 Madison Ave 7th Floor New York, NY 10022	General liability insurance policy; expires Jan. 15, 2016
Aspen Specialty Ins. Co. 590 Madison Ave 7th Floor New York, NY 10022	Excess liability insurance policy; expires Jan. 15, 2016
California Cap. & Invest. Grp. 300 Frank H. Ogawa Plaza Oakland, CA 94612	Construction and delivery agreement dated August 14, 2014
ConGlobal Industries, Inc. 8200 West 185th Street Attn: Joe Brunetti Tinley Park, IL 60487	Exclusive Collaboration and Supply Agreement dated 7/23/07; expires 7/17
Illinois National Ins. Co. 300 South Riverside Plaza Suite 2100 Chicago, IL 60606-6613	Directors and officers liability insurance policy; expires Nov. 4, 2015
Lloyds of London c/o Besso Limited 8-11 Crescent London EC3N 2LY	Professional liability insurance policy; expires March 24, 2016
Magen's Bay Management LLC 6501 Red Hood Plaza, Suite 201 Attn: Lee Steiner St Thomas, VI 00802	Design services protocol agreement dated September 18, 2015
NASDAQ OMX Corp. Sol., LLC One Liberty Plaza 165 Broadway New York, NY 10006	Master services agreement for stock exchange services dated April 1, 2014

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Palladium Management 62 West 45th Street, 8th Floor Attn: David Roth New York, NY 10036	Preconstruction services agreement dated June 10, 2015
PVE Sheffler, LLC 2000 Georgetown Dr., Suite 101 Attn: Jamison D. Morse, P.E. New York, NY 10011	Architecture and Engineering Services Agreement dated July 22, 2015
PVE Sheffler, LLC 2000 Georgetown Dr., Suite 101 Attn: Jamison D. Morse, P.E. New York, NY 10011	Architecture and Engineering Services Agreement dated October 5, 2015
Schneider Electric USA 1415 S. Roselle Road Palatine, IL 60067	Purchase agreement dated June 29, 2011
WeWork 115 W. 18th Street New York, NY 10011	Month to month tenancy agreement for non-residential real property located at 115 W. 18th Street, Third Floor, New York, NY 10011

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Dillion Hill Capital, LLC Attn: Bruce Grossman 200 Business Park Dr. Ste 306 Armonk, NY 10504
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Dillon Hill Investment Co. LLC 200 Business Park Drive Suite 306 Armonk, NY 10504
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Frank Casano 10 West Street New York, NY 10004
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Hillair Capital Investments LP 345 Lorton Avenue, Ste 303 Attention: Sean M. McAvoy Burlingame, CA 94010
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Marc Nuccitelli 80 Rodeo Drive Syosset, NY 11791
Endaxi Infrastructure Grp. Inc 115 W. 18th Street New York, NY 10011 As guarantor	Scott Masterson P.O. Box 202 East Marion, NY 11939
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Dillion Hill Capital, LLC Attn: Bruce Grossman 200 Business Park Dr. Ste 306 Armonk, NY 10504
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Dillon Hill Investment Co. LLC 200 Business Park Drive Suite 306 Armonk, NY 10504
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Frank Casano 10 West Street New York, NY 10004

In re **SG Blocks, Inc.**

Case No. **15-12790 (JLG)**

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Hillair Capital Investments LP 345 Lorton Avenue, Ste 303 Attention: Sean M. McAvoy Burlingame, CA 94010
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Marc Nuccitelli 80 Rodeo Drive Syosset, NY 11791
SG Building Blocks, Inc. 115 W. 18th Street New York, NY 10011 As guarantor	Scott Masterson P.O. Box 202 East Marion, NY 11939

**United States Bankruptcy Court
Southern District of New York**

In re **SG Blocks, Inc.**

Debtor(s)

Case No. **15-12790 (JLG)**

Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Executive Officer of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 18 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **October 30, 2015**

Signature **/s/ Paul Galvin**

Paul Galvin

Chief Executive Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

B7 (Official Form 7) (04/13)

**United States Bankruptcy Court
Southern District of New York**

In re **SG Blocks, Inc.**

Debtor(s)

Case No. **15-12790 (JLG)**

Chapter **11**

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

1. Income from employment or operation of business

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT
\$2,207,279.00
\$6,036,953.00
\$5,732,776.00

SOURCE
2015: Debtor YTD Business Income
2014: Debtor Business Income
2013: Debtor Business Income

2. Income other than from employment or operation of business

None

☒

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

B7 (Official Form 7) (04/13)

2

3. Payments to creditors

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
---------------------------------	----------------------	-------------	-----------------------

None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See attached schedule 3(b)		\$0.00	\$0.00

None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See attached schedule 3(c)		\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None ☒ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
------------------------------------	-------------------------	---------------------------------	--------------------------

None ☒ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
---	-----------------	--------------------------------------

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B7 (Official Form 7) (04/13)

3

5. Repossessions, foreclosures and returns

- None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
--	--	-----------------------------------

6. Assignments and receiverships

- None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
------------------------------	--------------------	-----------------------------------

- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
-------------------------------	--	---------------	-----------------------------------

7. Gifts

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
--	--------------------------------	--------------	-------------------------------

8. Losses

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
-----------------------------------	--	--------------

9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
SilvermanAcampora LLP	9/21/15	\$10,000.00
100 Jericho Quadrangle	10/6/15	\$45,171.00
Suite 300		
Jericho, NY 11753		

B7 (Official Form 7) (04/13)

4

10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
None <input type="checkbox"/> b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.		

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
----------------------------------	---------------------------	---

11. Closed financial accounts

- None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
---------------------------------	--	---------------------------------------

12. Safe deposit boxes

- None ☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
---	---	----------------------------	--

13. Setoffs

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
------------------------------	----------------	------------------

14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
---------------------------	-----------------------------------	----------------------

15. Prior address of debtor

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
---------	-----------	--------------------

B7 (Official Form 7) (04/13)

5

ADDRESS	NAME USED	DATES OF OCCUPANCY
400 Madison Avenue, Suite 16C, New York, New York 10017	SG Blocks, Inc.	
3 Columbus Circle, 16th Floor, New York, New York 10019	SG Blocks, Inc.	
69 Charleston Street, New York, New York 10014	SG Blocks, Inc.	
115 West 18th Street, 3rd Floor, New York, New York 10011	SG Blocks, Inc.	

16. Spouses and Former Spouses

None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
---------------------------------------	---------------	-----------------------

B7 (Official Form 7) (04/13)

6

18 . Nature, location and name of business

None

☐

a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
SG Building Blocks, Inc.		115 W 18th Street, 3rd Floor New York, NY 10011	Modification and sale of shipping containers	
SG Blocks Sistema de Constucao Brasileir		115 W 18th Street, 3rd Floor New York, NY 10011	Modification and sale of shipping containers for use in construction	
Endaxi Infrastructure Group, Inc.		115 W 18th Street, 3rd Floor New York, NY 10011	Modification and sale of shipping containers for use in construction	

None

☐

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
------	---------

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None

☐

a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Kevin King SG Blocks 912 Bluff Road Brentwood, TN 37027	January 2007 - Present
Janover LLC 100 Quentin Roosevelt Blvd. Garden City, NY 11530	April 2011 - Present

None

☐

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

B7 (Official Form 7) (04/13)

7

NAME	ADDRESS	DATES SERVICES RENDERED
Marcum LLP	750 Third Avenue, 11th Floor New York, NY 10017	April 2011 - Present

None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Kevin King	912 Bluff Road
January 2007 - Present	Brentwood, TN 37027
Janover LLC	100 Quentin Roosevelt Blvd.
April 2011 - Present	Garden City, NY 11530

None ☒ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
------------------	-------------

20. Inventories

None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
-------------------	----------------------	---

None ☒ b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
-------------------	---

21. Current Partners, Officers, Directors and Shareholders

None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Paul Galvin 115 West 18th Street, 3rd Floor New York, NY 10011	Chief Executive Officer and Director	Common stock, 18.7%
Joseph Tacopina 275 Madison Avenue, 35th Floor New York, NY 10016	Director	Common stock, 6.5%
Stevan Armstrong 912 Bluff Road Brentwood, TN 37027	President, Chief Operating Officer and Director	Common stock, 9.4%
J. Scott Magrane 1370 Avenue of the Americas New York, NY 10019	Director	Common stock, 1.4%

B7 (Official Form 7) (04/13)

8

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Christopher Melton 450 W. 17th Street #939 New York, NY 10011	Director	Common stock, 1.3%
Brian Wasserman 100 Quentin Roosevelt Blvd. Garden City, NY 11530	Chief Financial Officer and Director	Common stock, 3.8%
Frank Casano 10 West Street New York, NY 10004		Common stock, 2.5%
Jennifer Struminger 400 Avila Street, Apt. 305 San Francisco, CA 94123	Director and Chief Administrative Officer	Common stock, less than 1%
Vector Group Ltd. 712 5th Ave #52 New York, NY 10019		Common stock, 8.2%
Tag Partners, LLC 275 Madison Ave. 35th Floor New York, NY 10016		Common stock, 6.2%
SMA Development Group, LLC 912 Bluff Road Brentwood, TN 37027		Common stock, 7.8%
Hillair Capital Investments LP 345 Lorton Avenue, Ste 303 Burlingame, CA 94010		Common stock, 7.8%

22 . Former partners, officers, directors and shareholders

None



a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

None



b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

Marc Bell
4400 Biscayne Blvd.
10th Floor
Miami, FL 33137

Director

September 28, 2015

J. Bryant Kirkland
4400 Biscayne Blvd.
10th Floor
Miami, FL 33137

Director

September 28, 2015

23 . Withdrawals from a partnership or distributions by a corporation

None



If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS
OF RECIPIENT,
RELATIONSHIP TO DEBTOR

DATE AND PURPOSE
OF WITHDRAWAL

AMOUNT OF MONEY
OR DESCRIPTION AND
VALUE OF PROPERTY

B7 (Official Form 7) (04/13)

9

24. Tax Consolidation Group.

None



If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

None



If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

* * * * *

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date October 30, 2015

Signature /s/ Paul Galvin

Paul Galvin

Chief Executive Officer

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

SG Blocks, Inc.
Statement of Financial Affairs - Addendum 3(b)

Vendor Name	Address 1	Address 2	Address 3	City	State	Zip Code	Total
Anchor Logistics, Inc.	8190 Glencree Place			Dublin	OH	43016	\$ 9,005.00
BAW Holding Corp.	c/o Brian Wasserman	100 Quentin Roosevelt Blvd.		Garden City	NY	11530	\$ 20,000.00
ConGlobal Industries, Inc.	32872 Collection Center Dr.			Chicago	IL	60693-0328	\$ 82,334.00
IPFS Corporation	PO Box 32144			New York	NY	10087-2144	\$ 38,727.90
Janover, LLC	100 Quentin Roosevelt Blvd.	Suite 516		Garden City	NY	11530	\$ 72,250.00
Marcum LLP	750 Third Avenue	11th Floor		New York	NY	10017	\$ 92,581.00
Olshan, Frome & Wolosky LLP	Park Avenue Tower	65 East 55th Street		New York	NY	10022	\$ 36,778.72
Silverman Acampora LLP	100 Jericho Quadrangle	Suite 300		Jericho	NY	11753	\$ 55,151.00
StaffOne, Inc.	8111 LBJ Freeway	Suite 1350		Dallas	TX	75251	\$ 169,567.70
WeWork	115 W. 18th Street			New York	NY	10011	\$ 8,800.00

SG Blocks, Inc.
 Pg 29 of 30
 Statement of Financial Affairs - Addendum 3(c)

Name	Description	Payment Date	Payment Amount
Jennifer Strumingher	Cell Phone	11/20/2014	\$ 384.27
Jennifer Strumingher	Cell Phone	12/24/2014	\$ 121.52
Jennifer Strumingher	Cell Phone	2/26/2015	\$ 243.53
Jennifer Strumingher	Cell Phone	5/21/2015	\$ 381.37
Jennifer Strumingher	Cell Phone	5/28/2015	\$ 264.81
Jennifer Strumingher	Health Insurance reimbursement	7/23/2015	\$ 1,006.74
Jennifer Strumingher	Health Insurance reimbursement	10/14/2015	\$ 2,500.00
Jennifer Strumingher	Staff One Dental 1500	10/15/14-10/14/15	\$ 301.84
Jennifer Strumingher	SG Blocks MED 08J0329	10/15/14-10/14/15	\$ 3,572.50
Jennifer Strumingher	Staff One GRP LIFE 1x TO 50K	10/15/14-10/14/15	\$ 44.18
Jennifer Strumingher	Wages	10/15/14-10/14/15	\$ 92,018.20
			\$ 100,838.96
Paul Galvin	Cell phone	10/23/2014	\$ 103.63
Paul Galvin	Cell phone	11/24/2014	\$ 103.64
Paul Galvin	Cell phone	12/23/2014	\$ 103.64
Paul Galvin	Cell phone	01/23/2015	\$ 103.64
Paul Galvin	Cell phone	02/23/2015	\$ 103.81
Paul Galvin	Cell phone	03/13/2015	\$ 194.54
Paul Galvin	Cell phone	03/23/2015	\$ 103.81
Paul Galvin	Cell phone	04/23/2015	\$ 133.39
Paul Galvin	Cell phone	05/26/2015	\$ 158.47
Paul Galvin	Cell phone	06/23/2015	\$ 137.35
Paul Galvin	Cell phone	07/23/2015	\$ 137.35
Paul Galvin	Cell phone	08/24/2015	\$ 137.62
Paul Galvin	Cell phone	09/22/2015	\$ 137.66
Paul Galvin	Staff One Dental 1500	10/15/14-10/14/15	\$ 1,384.56
Paul Galvin	SG Blocks MED 08J0329	10/15/14-10/14/15	\$ 22,641.28
Paul Galvin	Staff One GRP LIFE 1x TO 50K	10/15/14-10/14/15	\$ 66.00
Paul Galvin	Wages	10/15/14-10/14/15	\$ 255,083.26
			\$ 280,833.65

Statement of Financial Affairs - Addendum 3(c)

Steve Armstrong	Cell phone	11/7/2014	\$ 134.38
Steve Armstrong	Cell phone	12/24/2014	\$ 268.76
Steve Armstrong	Cell phone	12/24/2014	\$ 134.38
Steve Armstrong	Cell phone	2/5/2015	\$ 134.38
Steve Armstrong	Cell phone	3/26/2015	\$ 134.66
Steve Armstrong	Cell phone	5/14/2015	\$ 134.64
Steve Armstrong	AMEX annual membership	5/14/2015	\$ 450.00
Steve Armstrong	Cell phone	7/9/2015	\$ 134.69
Steve Armstrong	Cell phone	7/23/2015	\$ 265.63
Steve Armstrong	Staff One GRP LIFE 1x TO 50K	10/15/14-10/14/15	\$ 66.00
Steve Armstrong	Wages	10/15/14-10/14/15	\$ 102,166.74
			\$ 104,024.26
Brian Wasserman	Consulting Fee	10/02/2014	10,000.00
Brian Wasserman	Consulting Fee	11/07/2014	10,000.00
Brian Wasserman	Consulting Fee	12/04/2014	10,000.00
Brian Wasserman	Consulting Fee	01/12/2015	10,000.00
Brian Wasserman	Consulting Fee	02/05/2015	10,000.00
Brian Wasserman	Consulting Fee	03/05/2015	10,000.00
Brian Wasserman	Consulting Fee	04/02/2015	10,000.00
Brian Wasserman	Consulting Fee	04/30/2015	10,000.00
Brian Wasserman	Consulting Fee	06/04/2015	10,000.00
Brian Wasserman	Consulting Fee	07/02/2015	7,500.00
Brian Wasserman	Consulting Fee	08/06/2015	10,000.00
Brian Wasserman	Consulting Fee	09/22/2015	10,000.00
			\$ 117,500.00
		Grand Total	\$ 603,196.87